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Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----x
In re: : Chapter 11
: :
CIRCUIT CITY STORES, INC., et al., : Case No. 08-35653 (KRH)
: :
Debtors. :
: Jointly Administered
-----x

**TWELFTH ORDER REGARDING LIQUIDATING TRUST'S FIFTH OMNIBUS
OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN PARTIALLY
INVALID CLAIMS, RECLASSIFICATION OF CERTAIN MISCLASSIFIED
CLAIMS, DISALLOWANCE OF CERTAIN INVALID CLAIMS,
DISALLOWANCE OF CERTAIN LATE-FILED CLAIMS,
DISALLOWANCE OF CERTAIN DUPLICATE CLAIMS
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court¹ on the Liquidating Trust's Fifth Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain of Late Filed Claims, Disallowance of Certain Duplicate Claims and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit H attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference on October 24, 2013 at 2:00 p.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.
4. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

Dated: Richmond, Virginia
_____, 2013

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner

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*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

In re Circuit City Stores, et al.

Case No. 08-35653 (KRH)

**Exhibit A to Twelfth Order Regarding Liquidating Trust's Fifth Omnibus Objection to Landlord Claims
Alphabetical Listing of Claims for Which Status Conference Will Take Place on October 24, 2013 at 2:00 p.m.**

Claim Holder	Claim	Exhibit
Almaden Plaza Shopping Center, Inc. 5353 Almaden EXPY 49 Almaden Plaza Shopping Center San Jose, CA 95118	12122	Exhibit C Reduction of Certain Partially Invalid Claims
Bear Valley Road Partners LLC Attn Brad Becker c/o Becker Development Investments 12730 High Bluff Dr San Diego, CA 92130	12653	Exhibit G Duplicate Claims to be Expunged
Bear Valley Road Partners LLC c/o Becker Development Investments Attn Brad Becker 12730 High Bluff Dr San Diego, CA 92130	12651	Exhibit C Reduction of Certain Partially Invalid Claims
Bear Valley Road Partners LLC c/o Becker Development Investments Attn Brad Becker 12730 High Bluff Dr San Diego, CA 92130	14065	Exhibit C Reduction of Certain Partially Invalid Claims
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	8262	Exhibit C Reduction of Certain Partially Invalid Claims
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	12849	Exhibit C Reduction of Certain Partially Invalid Claims
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	8262	Exhibit D Misclassified Claims to be Reclassified
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	13722	Exhibit E Invalid Claims to be expunged

Claim Holder	Claim	Exhibit
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	13719	Exhibit G Duplicate Claims to be Expunged
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	8278	Exhibit G Duplicate Claims to be Expunged
EEL MCKEE LLC ATTN GARY M KAPLAN FARELLA BRAUN & MARTEL LLP 235 MONTGOMERY ST 17TH FL SAN FRANCISCO, CA 94104	12687	Exhibit H Amended Claims to be Expunged